

Document Number

F00000006007

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

800003440548--2

-10/26/00--01059--008

*****70.00 *****70.00

TD5 America, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

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00 OCT 26 PM 12:50
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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W.P. Verifier

10/26

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THANKS

CONNIE BRYAN

3x
10/26

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. TDS America, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Michigan 3. 38-3421831
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 5, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. One Towne Square, Suite 1580
Southfield, Michigan 48076
(Current mailing address)

8. Software Consulting
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Manfred H. Heisen

Address: One Towne Square, Suite 1580

Southfield, Michigan 48076

Vice Chairman: _____

Address: _____

Director: Hans-Jurgen Doeringer

Address: One Towne Square, Suite 1580

Southfield, Michigan 48076

Director: Peter Eisenbacher/Robert Gaertner

Address: One Towne Square, Suite 1580

Southfield, Michigan 48076

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Manfred H. Heisen

Address: One Towne Square, Suite 1580

Southfield, Michigan 48076

Vice President: _____

Address: _____

Secretary: Hans-Jurgen Doeringer

Address: One Towne Square, Suite 1580

Southfield, Michigan 48076

Treasurer: Hans-Jurgen Doeringer

Address: One Towne Square, Suite 1580

Southfield, Michigan 48076

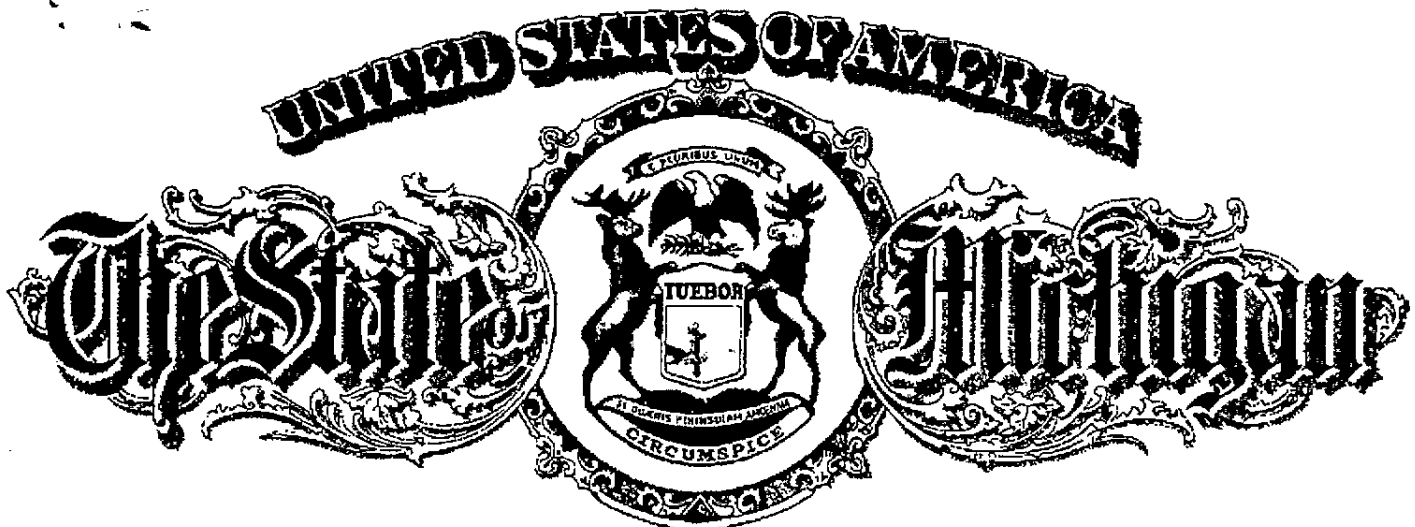
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Manfred Heisen, President & CEO
(Typed or printed name and capacity of person signing application)



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

TDS AMERICA, INC.

was validly incorporated on June 2, 1998, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 24th day
of October, 2000.

, Director

FILED
00 OCT 26 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA